

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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AMY BARTOLETTI, CHIA SIU, NADINE :
MENTOR, LISA CONLEY AND BRITTANY :
SHARPTON, :
:
Plaintiffs, : No.: 10 Civ. 7820 (LGS)
-against- :
CITIGROUP, INC. AND CITIGROUP GLOBAL : DECLARATION OF
MARKETS, INC., : DAVID E. GOTTLIEB
:
Defendants. :
:
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David E. Gottlieb, for his declaration pursuant to 28 U.S.C. §1746, states:

1. I am a member of the bar of this Court and a Senior Associate at Thompson Wigdor LLP, attorneys for Plaintiffs Amy Bartoletti, Chia Siu, Nadine Mentor, Lisa Conley and Brittany Sharpton. As such, I am fully familiar with the matters set forth herein, and make this declaration in support of Plaintiffs' opposition to Defendants Citigroup, Inc. and Citigroup Global Markets, Inc.'s Motion for Summary Judgment pursuant to Rule 56 of the Federal Rules of Civil Procedure.

2. Attached hereto as **Exhibit 1** is a true and correct copy of excerpts of pages 1 to 100 of the deposition of Amy Bartoletti.

3. Attached hereto as **Exhibit 2** is a true and correct copy of excerpts of pages 101 to 256 of the deposition of Amy Bartoletti.

4. Attached hereto as **Exhibit 3** is a true and correct copy of excerpts of pages 1 to 156 of the deposition of Chia Siu.

5. Attached hereto as **Exhibit 4** is a true and correct copy of excerpts of pages 157-212 of the deposition of Chia Siu.

6. Attached hereto as **Exhibit 5** is a true and correct copy of excerpts of pages 1 to 140 of the deposition of Nadine Mentor.

7. Attached hereto as **Exhibit 6** is a true and correct copy of excerpts of pages 141 to 292 of the deposition of Nadine Mentor.

8. Attached hereto as **Exhibit 7** is a true and correct copy of excerpts of pages 1 to 204 of the deposition of Lisa Conley.

9. Attached hereto as **Exhibit 8** is a true and correct copy of excerpts of pages 1 to 236 of the deposition of Brittany A. Sharpton.

10. Attached hereto as **Exhibit 9** is a true and correct copy of excerpts of pages 237 to 360 of the deposition of Brittany A. Sharpton.

11. Attached hereto as **Exhibit 10** is a true and correct copy of excerpts of pages 1 to 199 of the deposition of Nicholas G. Fluehr.

12. Attached hereto as **Exhibit 11** is a true and correct copy of excerpts of pages 200 to 219 of the deposition of Nicholas G. Fluehr.

13. Attached hereto as **Exhibit 12** is a true and correct copy of excerpts of pages 1 to 184 of the deposition of Michael D. Koessel.

14. Attached hereto as **Exhibit 13** is a true and correct copy of excerpts of pages 201 to 320 of the deposition of Michael D. Koessel.

15. Attached hereto as **Exhibit 14** is a true and correct copy of excerpts of pages 1 to 324 of the deposition of David M. Cyganowski.

16. Attached hereto as **Exhibit 15** is a true and correct copy of pages 325 to 352 of excerpts of the deposition of David M. Cyganowski.

17. Attached hereto as **Exhibit 16** is a true and correct copy of pages 1 to 196 of excerpts of the deposition of Thomas H. Green.

18. Attached hereto as **Exhibit 17** is a true and correct copy of excerpts of pages 205 to 244 of the deposition of Thomas H. Green.

19. Attached hereto as **Exhibit 18** is a true and correct copy of excerpts of pages 1 to 128 of the deposition of Bartley Livolsi.

20. Attached hereto as **Exhibit 19** is a true and correct copy of excerpts of pages 1 to 116 of the deposition of Martin Feinstein.

21. Attached hereto as **Exhibit 20** is a true and correct copy of excerpts of pages 1 to 68 of the deposition of Mark Killingsworth.

22. Attached hereto as **Exhibit 21** is a true and correct copy of excerpts of pages 1 to 264 of the deposition of Fred A. Hessler.

23. Attached hereto as **Exhibit 22** is a true and correct copy of excerpts of pages 265 to 356 of the deposition of Fred A. Hessler.

24. Attached hereto as **Exhibit 23** is a true and correct copy of excerpts of pages 1 to 236 of the deposition of Norman Pellegrini.

25. Attached hereto as **Exhibit 24** is a true and correct copy of excerpts of pages 241 to 300 of the deposition of Norman Pellegrini.

26. Attached hereto as **Exhibit 25** is a true and correct copy of excerpts of pages 1 to 160 of the deposition of David Brownstein.

27. Attached hereto as **Exhibit 26** is a true and correct copy of excerpts of pages 173 to 200 of the deposition of David Brownstein.

28. Attached hereto as **Exhibit 27** is a true and correct copy of excerpts of pages 1 to 144 of the deposition of Francis Chin.

29. Attached hereto as **Exhibit 28** is a true and correct copy of the Affidavit of Nicolas Fluehr, Bates-stamped PL 04480 – PL 04484.

30. Attached hereto as **Exhibit 29** is a true and correct copy of excerpts of the 2006 Municipal Security Division Diversity Analysis, Bates-stamped PL 14751 – PL 14756

31. Attached hereto as **Exhibit 30** are true and correct copies of excerpts of the Expert Report of Dr. Mark R. Killingsworth and the Report of Dr. Mark R. Killingsworth in Rebuttal to the Report of Dr. David E. Bloom.

32. Attached hereto as **Exhibit 31** is a true and correct copy of pages 1 to 15 of the Expert Report by Louise Marie Roth.

33. Attached hereto as **Exhibit 32** is a true and correct copy of pages 16 to 30 of the Expert Report by Louise Marie Roth.

34. Attached hereto as **Exhibit 33** is a true and correct copy of pages 31 to 37 of the Expert Report by Louise Marie Roth.

35. Attached hereto as **Exhibit 34** are true and correct copies of documents demonstrating the interrelation of Defendants, Bates-stamped PL 04666, PL 06427, PL 08322, PL 08331, PL 00482, CGMI_BART 000007, CGMI_BART 000016, CGMI_BART 000061, CGMI_BART 000067 and CGMI_BART 000072.

36. Attached hereto as **Exhibit 35** are true and correct copies of Defendants' Equal Opportunity Employment Commission Position Statements in response to the Charges of Amy Bartoletti, Nadine Mentor and Lisa Conley.

37. Attached hereto as **Exhibit 36** are true and correct copies of Amy Bartoletti's Public Finance Department 2004, 2005, 2006 and 2007 performance reviews, Bates-stamped PL 14704, PL 12705, CGMI_BART 000303, CGMI_BART 000304, CGMI_BART 000669-74 and CGMI_BART 000676-80.

38. Attached hereto as **Exhibit 37** are true and correct copies of (i) 2007 and 2008 Revenue Reports of Amy Bartoletti; (ii) the 2007 Revenue Report for Michael Koessel; and (iii) revenue generation numbers compiled by Amy Bartoletti, Bates-stamped CGMI_BART 016971-73, CGMI_BART 015547, CGMI_BART 016316-18 and PL01685-88.

39. Attached hereto as **Exhibit 38** is a true and correct copy of a January 2, 2008 email from Frank Chin to David Brownstein, Bates-stamped CGMI_BART 015104 to CGMI_BART 015106, as well as compensation information concerning one of Amy Bartoletti's comparators, Bates-stamped CGMI_BART 001210.

40. Attached hereto as **Exhibit 39** are true and correct copies of a June 23, 2008 email from David Brownstein to Frank Chin, Bates-stamped CGMI_BART 015172-74, the 2008 MD Promotion Process Nomination Form for Amy Bartoletti, Bates-stamped CGMI_BART 001291-93 and Amy Bartoletti's 2005 and 2006 Housing Group 360 reviews, Bates-stamped P14700-02.

41. Attached hereto as **Exhibit 40** are true and correct copies of 2008 performance reviews for Chia Siu, Bates-stamped CGMI_BART 000305-06, Tian Yang, Bates-stamped CGMI_BART 001193-97 and Raymond V. High Bates-stamped CGMI_BART 001169-75.

42. Attached hereto as **Exhibit 41** are true and correct copies of a June 27, 2008 email from Frank Chin to Michael Koessel Bates-stamped CGMI_BART 016042-46, Chia Siu's compensation from 2005 to 2009, Bates-stamped CGMI_BART 000871, and a document containing compensation information for one of Chia Siu's comparators, Bates-stamped CGMI_BART 001206.

43. Attached hereto as **Exhibit 42** are true and correct copies of the 2008 Revenue Reports for Nadine Mentor and Michael Baldwin, Bates-stamped CGMI_BART 016513-14, CGMI_BART 022236 and CGMI_BART 022239-40.

44. Attached hereto as **Exhibit 43** are true and correct copies of Nadine Mentor's 2007 Year End Combined Assessment, Bates-stamped CGMI_BART 000714-21, as well as a February 6, 2008 email from Bartley Livolsi to Nadine Mentor, Bates-stamped CGMI_BART 020455-56.

45. Attached hereto as **Exhibit 44** are true and correct copies of Nadine Mentor and her comparators' compensation information, Bates-stamped CGMI_BART 000867, CGMI_BART 000868, CGMI_BART 022401, CGMI_BART 022111, CGMI_BART 022394, CGMI_BART 022123, CGMI_BART 022392, CGMI_BART 022096, CGMI_BART 022388, CGMI_BART 022387, CGMI_BART 022407 and CGMI_BART 022408.

46. Attached hereto as **Exhibit 45** are true and correct copies of Lisa Conley and her comparators' compensation information, Bates-stamped CGMI_BART 000865, CGMI_BART 000866, CGMI_BART 001209, CGMI_BART 001204, CGMI_BART 022393, CGMI_BART 022093, CGMI_BART 022115, CGMI_BART 022398, CGMI_BART 022389, CGMI_BART 022091, CGMI_BART 022390, CGMI_BART 022100, CGMI_BART 022395 and CGMI_BART 0022127.

47. Attached hereto as **Exhibit 46** are true and correct copies of Lisa Conley's comparators' compensation information, Bates-stamped CGMI_BART 022396, CGMI_BART 022131, CGMI_BART 022400, CGMI_BART 022106, CGMI_BART 022399 and CGMI_BART 022104, as well as a 2006 performance review of Michael Irwin, Bates-stamped CGMI_BART 022326-33.

48. Attached hereto as **Exhibit 47** are true and correct copies of excerpts of 2007 and 2008 Revenue Reports for Lisa Conley and her comparators, Bates-stamped CGMI_BART 015462, CGMI_BART 016354, CGMI_BART 015486, CGMI_BART 016388, CGMI_BART 022139, CGMI_BART 022166, CGMI_BART 022182, CGMI_BART 022154, CGMI_BART 022159, CGMI_BART 022158, CGMI_BART 022227, CGMI_BART 022207 and CGMI_BART 022197.

49. Attached hereto as **Exhibit 48** are true and correct copies of the 2003, 2005 and 2006 performance reviews of Lisa Conley Bates-stamped CGMI_BART 000336, CGMI_BART 000341-42 and CGMI_BART 000682-90.

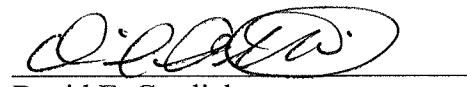
50. Attached hereto as **Exhibit 49** are true and correct copies of various evaluations of the work performance of Brittany Sharpton and Matthew Chin, Bates-stamped CGMI_BART 001245, CGMI_BART 020498-502, CGMI_BART 001149-50 and CGMI_BART 000307-08.

51. Attached hereto as **Exhibit 50** are true and correct copies of a November 6, 2006 Citigroup offer letter to Brittany Sharpton, Bates-stamped CGMI_BART 000665-67, as well as handwritten notes concerning the performance of Brittany Sharpton and Matthew Chin CGMI_BART 001214-23.

52. I have reviewed the performance reviews of Lisa Conley's comparators produced by Defendants. These reviews constitute approximately 160 pages Bates-stamped CGMI_BART

001186-92, CGMI_BART 001156-61, CGMI_BART 022320-73 and CGMI_BART 021931-22023. None of these performance reviews contain comments regarding work/family balance. Dr. Roth reviewed these performance reviews in connection with authoring her expert report, and likewise determined that none of these performance reviews contain comments regarding work/family balance. Ex. 32 (Roth Report) at ¶50 (“there is no mention of work/family balance in the reviews of any male Directors in the Health Care Group”).

Dated: June 26, 2013
New York, New York



David E. Gottlieb